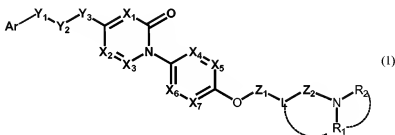


## IN THE CLAIMS

This listing of claims will replace all prior versions, and listings, of claims in the application:

Claims 1-25 (Cancelled).

26. (Currently Amended) A compound of formula (I):



wherein:

R<sub>1</sub> and R<sub>2</sub> are the same or different and are each independently selected from: hydrogen, optionally substituted lower alkyl, optionally substituted lower cycloalkyl, optionally substituted lower alkylcarbonyl, optionally substituted lower alkyloxycarbonyl and optionally substituted lower alkylsulfonyl; or R<sub>1</sub> and R<sub>2</sub> form an optionally substituted aliphatic nitrogen-containing heterocyclic group together with the nitrogen atom to which they bind;

X<sub>1</sub>, X<sub>2</sub> and X<sub>3</sub> are the same or different and are each independently selected from: ~~optionally substituted~~ unsubstituted methine and nitrogen atom, provided not all of X<sub>1</sub>, X<sub>2</sub> and X<sub>3</sub> simultaneously stand for nitrogen;

X<sub>4</sub>, X<sub>5</sub>, X<sub>6</sub> and X<sub>7</sub> are the same or different and are each independently selected from: optionally substituted methine and nitrogen, provided that three or more of X<sub>4</sub>, X<sub>5</sub>, X<sub>6</sub> and X<sub>7</sub> are not simultaneously nitrogen;

Y<sub>1</sub> is selected from: a single bond, -O-, -NR-, -S-, -SO-, and -SO<sub>2</sub>-;

Y<sub>2</sub> is selected from: optionally substituted lower alkylene, optionally substituted lower alkenylene, and optionally substituted lower cycloalkylene;

Y<sub>3</sub> is selected from: a single bond, -O-, -NR-, -S-, -SO-, and -SO<sub>2</sub>-;

R is selected from: hydrogen and optionally substituted lower alkyl;

L is optionally substituted methylene;

$Z_1$  and  $Z_2$  are the same or different and are each independently selected from: a single bond and optionally substituted lower alkylene; or

$R_1$ , L and  $Z_2$  together form an optionally substituted aliphatic nitrogen-containing heterocyclic group with the nitrogen to which  $R_1$  binds; and

Ar stands for an optionally substituted aromatic carbocyclic group, optionally substituted heteroaromatic group or optionally substituted aliphatic carbocyclic group;

or a pharmaceutically acceptable salt thereof.

Claims 27-29 (Cancelled).

30. (Currently Amended) The compound according to Claim ~~29~~ 26, wherein one of  $X_1$ ,  $X_2$  and  $X_3$  is a nitrogen atom and the other two are unsubstituted methine groups; or a pharmaceutically acceptable salt thereof.

31. (Previously Presented) The compound according to Claim 26, wherein  $X_4$ ,  $X_5$ ,  $X_6$  and  $X_7$  are each optionally substituted methine groups; or a pharmaceutically acceptable salt thereof.

32. (Previously Presented) The compound according to Claim 26, wherein  $Y_1$  is selected from a single bond and  $-O-$ ; or a pharmaceutically acceptable salt thereof.

33. (Previously Presented) The compound according to Claim 26, wherein  $Y_2$  is selected from optionally substituted methylene, optionally substituted ethylene, and optionally substituted vinylene; or a pharmaceutically acceptable salt thereof.

34. (Previously Presented) The compound according to Claims 26, wherein  $Y_3$  is selected from a single bond and  $-O-$ ; or a pharmaceutically acceptable salt thereof.

35. (Previously Presented) The compound according to Claim 26, wherein  $Z_1$  is selected from a single bond or optionally substituted methylene; or a pharmaceutically acceptable salt thereof.

36. (Previously Presented) The compound according to Claim 35, wherein L is optionally substituted methylene; or a pharmaceutically acceptable salt thereof.

37. (Previously Presented) The compound according to Claim 35, wherein  $Z_2$  is selected from a single bond and optionally substituted methylene; or a pharmaceutically acceptable salt thereof.

38. (Previously Presented) The compound according to Claim 26, wherein  $R_1$ , L, and  $Z_2$ , together with the nitrogen to which  $R_1$  binds, form an optionally substituted pyrrolidine ring or an optionally substituted piperidine ring; or a pharmaceutically acceptable salt thereof.

39. (Previously Presented) The compound according to Claim 38, wherein  $R_2$  is selected from: hydrogen, optionally substituted  $C_1 - C_4$  alkyl, and optionally substituted  $C_3 - C_5$  cycloalkyl; or a pharmaceutically acceptable salt thereof.

40. (Previously Presented) The compound according to Claim 26, wherein  $R_1$  and  $R_2$  are each independently selected from hydrogen, optionally substituted  $C_1 - C_4$  alkyl, and optionally substituted  $C_3 - C_5$  cycloalkyl; or a pharmaceutically acceptable salt thereof.

41. (Previously Presented) The compound according to Claim 26, wherein  $R_1$  and  $R_2$ , together with the nitrogen atom to which they bind, form an optionally substituted pyrrolidine ring or an optionally substituted piperidine ring; or a pharmaceutically acceptable salt thereof.

42. (Previously Presented) The compound according to Claim 26, in which Ar is selected from optionally substituted phenyl and optionally substituted pyridinyl; or a pharmaceutically acceptable salt thereof.

43. (previously Presented) The compound according to Claim 42, wherein the optional Ar substituent is selected from the group consisting of fluorine, chlorine, methyl, ethyl, hydroxyl, methoxy, ethoxy, trifluoromethyl, difluoromethoxy and trifluoromethoxy, or a pharmaceutically acceptable salt thereof.

44. (Previously Presented) The compound according to Claim 30, wherein:  
 $X_4$ ,  $X_5$ ,  $X_6$  and  $X_7$  are each optionally substituted methine groups,  
 $Y_1$  is selected from a single bond and  $-O-$ ,  
 $Y_2$  is selected from optionally substituted methylene, optionally substituted ethylene, and optionally substituted vinylene,  
 $Y_3$  is selected from a single bond and  $-O-$ ,

Z<sub>1</sub> is selected from a single bond and optionally substituted methylene,  
L is optionally substituted methylene,  
Z<sub>2</sub> is selected from a single bond and optionally substituted methylene,  
R<sub>1</sub> and R<sub>2</sub> are each independently selected from hydrogen, optionally substituted C<sub>1</sub> – C<sub>4</sub> alkyl, and optionally substituted C<sub>3</sub> – C<sub>5</sub> cycloalkyl, and  
Ar is selected from an optionally substituted phenyl and an optionally substituted pyridinyl, wherein the optional Ar substituent is selected from the group consisting of fluorine, chlorine, methyl, ethyl, hydroxyl, methoxy, ethoxy, trifluoromethyl, difluoromethoxy, and trifluoromethoxy;  
or a pharmaceutically acceptable salt thereof.

45. (Previously Presented) The compound according to Claim 30, wherein:  
X<sub>4</sub>, X<sub>5</sub>, X<sub>6</sub> and X<sub>7</sub> are each optionally substituted methine groups,  
Y<sub>1</sub> is selected from a single bond and –O–,  
Y<sub>2</sub> is selected from optionally substituted methylene, optionally substituted ethylene, and optionally substituted vinylene,  
Y<sub>3</sub> is selected from a single bond and –O–,  
Z<sub>1</sub> is selected from a single bond, and optionally substituted methylene,  
R<sub>1</sub>, L, and Z<sub>2</sub>, together with the nitrogen to which R<sub>1</sub> binds, form an optionally substituted pyrrolidine ring or an optionally substituted piperidine ring,  
R<sub>2</sub> is selected from hydrogen, optionally substituted C<sub>1</sub> – C<sub>4</sub> alkyl, and optionally substituted C<sub>3</sub> – C<sub>5</sub> cycloalkyl, and  
Ar is selected from an optionally substituted phenyl, and an optionally substituted pyridinyl, wherein the optional Ar substituent is selected from the group consisting of fluorine, chlorine, methyl, ethyl, hydroxyl, methoxy, ethoxy, trifluoromethyl, difluoromethoxy and trifluoromethoxy;  
or a pharmaceutically acceptable salt thereof.

46. (Previously Presented) The compound according to Claim 30, wherein:  
X<sub>4</sub>, X<sub>5</sub>, X<sub>6</sub> and X<sub>7</sub> are each optionally substituted methine groups,  
Y<sub>1</sub> is selected from a single bond and –O–,  
Y<sub>2</sub> is selected from optionally substituted methylene, optionally substituted ethylene, and optionally substituted vinylene,  
Y<sub>3</sub> is selected from a single bond and –O–,  
Z<sub>1</sub> is selected from a single bond and optionally substituted methylene,  
L is optionally substituted methylene,  
Z<sub>2</sub> is selected from a single bond and optionally substituted methylene,

R<sub>1</sub> and R<sub>2</sub> together with the nitrogen atom to which they bind, form an optionally substituted pyrrolidine ring or an optionally substituted piperidine ring, and Ar is selected from optionally substituted phenyl, and optionally substituted pyridinyl, wherein the optional Ar substituent is selected from the group consisting of fluorine, chlorine, methyl, ethyl, hydroxyl, methoxy, ethoxy, trifluoromethyl, difluoromethoxy, and trifluoromethoxy; or a pharmaceutically acceptable salt thereof.

47. (Previously Presented) A compound according to Claim 26, selected from the group consisting of:

4-benzyloxy-1-{4-[2-(dimethylamino)ethoxy]phenyl}-1*H*-pyridin-2-one,  
4-benzyloxy-1-{4-[2-(diethylamino)ethoxy]phenyl}-1*H*-pyridin-2-one,  
1-{4-[2-(diethylamino)ethoxy]phenyl}-4-(4-fluorobenzyloxy)-1*H*-pyridin-2-one,  
4-(4-fluorobenzyloxy)-1-{4-[2-(diethylamino)ethoxy]phenyl}-1*H*-pyrimidin-2-one,  
4-[(5-chloro-2-pyridinyl)methoxy]-1-{4-[2-(dimethylamino)ethoxy]phenyl}-1*H*-pyridin-2-one,  
4-[(5-chloro-2-pyridinyl)methoxy]-1-{4-[2-(diethylamino)ethoxy]phenyl}-1*H*-pyridin-2-one,  
4-[(5-chloro-2-pyridinyl)methoxy]-1-(4-{2-[ethyl(methyl)amino]ethoxy}-phenyl)-1*H*-pyridin-2-one,  
4-[(5-chloro-2-pyridinyl)methoxy]-1-(4-{2-[isopropyl(methyl)amino]-ethoxy}phenyl)-1*H*-pyridin-2-one,  
4-(4-fluorobenzyloxy)-1-(4-{2-[isopropyl(methyl)amino]ethoxy}phenyl)-1*H*-pyridin-2-one,  
4-[(5-chloro-2-pyridinyl)methoxy]-1-{4-[2-(isopropylamino)ethoxy]phenyl}-1*H*-pyridin-2-one,  
4-[(5-chloro-2-pyridinyl)methoxy]-1-(4-{2-[(2*R*)-2-butylamino]ethoxy}-phenyl)-1*H*-pyridin-2-one,  
4-[(5-chloro-2-pyridinyl)methoxy]-1-(4-{2-[(2*S*)-2-butylamino]ethoxy}-phenyl)-1*H*-pyridin-2-one, and  
4-[(5-chloro-2-pyridinyl)methoxy]-1-{4-[2-(cyclopentylamino)ethoxy]phenyl}-1*H*-pyridin-2-one,  
or a pharmaceutically acceptable salt thereof.

48. (Previously Presented) A compound according to Claim 26, selected from the group consisting of:

4-benzyloxy-1-(4-{[(2*S*)-1-methyl-2-pyrrolidinyl]methoxy}phenyl)-1*H*-pyridin-2-one,  
4-[(5-chloro-2-pyridinyl)methoxy]-1-{4-[(2*R*)-2-(diethylamino)propoxy]-phenyl}-1*H*-pyridin-2-one,

4-[(5-chloro-2-pyridinyl)methoxy]-1-{4-[(2*S*)-2-(diethylamino)propoxy]-phenyl}-1*H*-pyridin-2-one,  
4-[(5-chloro-2-pyridinyl)methoxy]-1-{4-[[2*S*]-1-isopropyl-2-pyrrolidinyl]-methoxy}phenyl-1*H*-pyridin-2-one,  
4-[(5-chloro-2-pyridinyl)methoxy]-1-{4-[[2*S*]-1-methyl-2-pyrrolidinyl]-methoxy}phenyl)-1*H*-pyridin-2-one,  
4-[(5-chloro-2-pyridinyl)methoxy]-1-{4-[[2*S*]-1-ethyl-2-pyrrolidinyl]-methoxy}phenyl)-1*H*-pyridin-2-one,  
4-[(5-chloro-2-pyridinyl)methoxy]-1-{4-[(2*R*)-2-(dimethylamino)propoxy]-phenyl}-1*H*-pyridin-2-one,  
4-[(5-chloro-2-pyridinyl)methoxy]-1-{4-[(2*S*)-2-(dimethylamino)propoxy]-phenyl}-1*H*-pyridin-2-one,  
4-[(5-chloro-2-pyridinyl)methoxy]-1-{4-[(2*R*)-2-(1-pyrrolidinyl)propoxy]-phenyl}-1*H*-pyridin-2-one, and  
4-[(5-chloro-2-pyridinyl)methoxy]-1-{4-[(2*S*)-2-(1-pyrrolidinyl)-propoxy]phenyl}-1*H*-pyridin-2-one,  
or a pharmaceutically acceptable salt thereof.

49. (Previously Presented) A compound according to Claim 26, selected from the group consisting of:

4-benzyloxy-1-{4-[2-(1-pyrrolidinyl)ethoxy]phenyl}-1*H*-pyridin-2-one,  
4-(4-fluorobenzyloxy)-1-{4-[2-(1-pyrrolidinyl)ethoxy]phenyl}-1*H*-pyridin-2-one,  
4-[(5-chloro-2-pyridinyl)methoxy]-1-{4-[2-(1-pyrrolidinyl)ethoxy]phenyl}-1*H*-pyridin-2-one,  
4-[(*E*)-2-(4-fluorophenyl)vinyl]-1-{4-[2-(1-pyrrolidinyl)ethoxy]phenyl}-1*H*-pyridin-2-one,  
4-[(*E*)-2-phenylvinyl]-1-{4-[2-(1-pyrrolidinyl)ethoxy]phenyl}-1*H*-pyridin-2-one,  
4-(4-chlorobenzyloxy)-1-{4-[2-(1-pyrrolidinyl)ethoxy]phenyl}-1*H*-pyridin-2-one,  
4-(4-fluorobenzyloxy)-1-{4-[2-(1-pyrrolidinyl)ethoxy]phenyl}-1*H*-pyrimidin-2-one,  
4-[(5-chloro-2-pyridinyl)methoxy]-1-{4-[[3*R*]-1-isopropyl-3-pyrrolidinyl]-oxy}phenyl)-1*H*-pyridin-2-one,  
4-[(5-chloro-2-pyridinyl)methoxy]-1-{4-[[3*R*]-1-ethyl-3-pyrrolidinyl]oxy}-phenyl)-1*H*-pyridin-2-one, and  
4-[(5-chloro-2-pyridinyl)methoxy]-1-{4-[[3*R*]-1-methyl-3-pyrrolidinyl]-oxy}phenyl)-1*H*-pyridin-2-one,  
or a pharmaceutically acceptable salt thereof.

50. (Previously Presented) A composition comprising a compound according to Claim 26, and a pharmaceutically acceptable carrier.

51. (Withdrawn) A method of preventing or treating a condition selected from: obesity, diabetes, hormone disorder, hyperlipidemia, gout, fatty liver, stenocardia, acute heart failure, congestive heart failure, myocardial infarction, coronary atherosclerosis, hypertension, renal diseases, electrolyte abnormality, bulimia, emotional disturbance, depression, anxiety, epilepsy, delirium, dementia, schizophrenia, attention-deficit hyperactivity disorder, memory impairment, sleep disorders, cognitive failure, dyskinesia, paresthesias, smell disorders, morphine tolerance, drug dependence, alcoholism, infertility, preterm labor, sexual dysfunction; digestive disorders; respiratory disorders; cancer, pigmentation, in a subject in need of such prevention or treatment comprising administration of prophylactically or therapeutically effective amount of a compound according to Claim 26.